

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

In re: Teleglobe Comm. <i>et al.</i>	)	Chapter 11
	)	Jointly Administered
Debtors	)	
_____	)	Bankr. Case No. 02-11518 (MFW)
	)	
Teleglobe USA Inc. <i>et al.</i>	)	
	)	
Plaintiff.	)	
	)	
v	)	Civ. Action No. 04-1266 (SLR)
	)	
BCE Inc. <i>et al.</i>	)	
	)	
Defendants	)	

**DECLARATION OF PAULINE K. MORGAN  
IN SUPPORT OF DEFENDANTS' MEMORANDUM  
IN OPPOSITION TO PLAINTIFFS' MOTION TO COMPEL**

Pauline K. Morgan, pursuant to Rule 9011 of the Federal Rules of Bankruptcy Procedure and 28 U.S.C. § 1746, declares as follows:

1 I am a member of the Bar of the State of Delaware and a member of the firm of Young Conaway Stargatt & Taylor, LLP, located at 1000 West Street, 17th Floor, Wilmington, Delaware, attorneys for defendants BCE, Inc. ("BCE"), Michael T. Boychuk, Marc A. Bouchard, Serge Fortin, Terence J. Jarman, Stewart Verge, Jean C. Monty, Richard J. Currie, Thomas Kierans, Stephen P. Skinner, and H. Arnold Steinberg (the "Defendants"). I submit this declaration in support of the Defendants' Memorandum in Opposition to Plaintiffs' Motion to Compel Production of Documents Wrongfully Withheld by Defendants.

2 Attached hereto as Exhibit 1 is a true and correct copy of a memorandum from Michel Lalande to 14 individuals regarding Teleglobe Document Retention and Gathering, dated June 12, 2002.

3 Attached hereto as Exhibit 2 is a true and correct copy of a memorandum from Michel Lalande to present and former directors of BCE regarding Teleglobe Document Collection, dated August 23, 2002.

4. Attached hereto as Exhibit 3 is a true and correct copy of a memorandum from Michel Lalonde to 85 employees and officers of BCF and its subsidiaries regarding Teleglobe Document Collection, dated September 16, 2002.

5. Attached hereto as Exhibit 4 is a true and correct copy of a letter to George J. Wade and Daniel Schimmel from John P. Amato, dated February 9, 2004.

6. Attached hereto as Exhibit 5 is a true and correct copy of a letter to Zachary G. Newman from Daniel Schimmel, dated April 9, 2004.

7. Attached hereto as Exhibit 6 is a true and correct copy of an email to Zachary G. Newman from Daniel Schimmel, dated March 31, 2004.

8. Attached hereto as Exhibit 7 is a true and correct copy of excerpts from the Application of the Official Committee of Unsecured Creditors for an Order Authorizing and Compelling Discovery Pursuant to Bankruptcy Rule 2004, dated April 13, 2004.

9. Attached hereto as Exhibit 8 is a true and correct copy of an email to Daniel Schimmel from C. Malcolm Cochran, IV, dated February 11, 2005.

10. Attached hereto as Exhibit 9 is a true and correct copy of a letter to C. Malcolm Cochran, IV, from Piret Loone, dated February 18, 2005.

11. Attached hereto as Exhibit 10 is a true and correct copy of an email to Daniel Schimmel from Brock E. Czeschin, dated December 2, 2004.

12. Attached hereto as Exhibit 11 is a true and correct copy of Debtors' Disclosures Pursuant to the Court's Default Standard for Discovery of Electronic Documents, dated January 20, 2005.

13. Attached hereto as Exhibit 12 is a true and correct copy of an email to C. Malcolm Cochran, IV, from Daniel Schimmel, dated January 26, 2005, attaching Defendants' Disclosures Pursuant to the Court's Default Standard for Discovery of Electronic Documents, dated January 20, 2005.

14. Attached hereto as Exhibit 13 is a true and correct copy of an email to George J. Wade and Daniel Schimmel from C. Malcolm Cochran, IV, dated January 26, 2005.

15 Attached hereto as Exhibit 14 is a true and correct copy of an email to George J Wade and Daniel Schimmel from C Malcolm Cochran, IV, dated January 20, 2005.

16 Attached hereto as Exhibit 15 is a true and correct copy of an email to Daniel Schimmel from C Malcolm Cochran, IV, dated January 27, 2005.

17 Attached hereto as Exhibit 16 is a true and correct copy of an email to Daniel Schimmel from C Malcolm Cochran, IV, dated February 8, 2005.

18 Attached hereto as Exhibit 17 is a true and correct copy of an email to C Malcolm Cochran, IV, from Daniel Schimmel, dated January 28, 2005, attaching list of BCE discovery search terms.

19 Attached hereto as Exhibit 18 is a true and correct copy of an email to Daniel Schimmel from C Malcolm Cochran, IV, dated January 28, 2005, attaching a list of Debtors' proposed discovery search terms.

20 Attached hereto as Exhibit 19 is a true and correct copy of an email to C Malcolm Cochran, IV, from Daniel Schimmel, dated February 18, 2005.

21 Attached hereto as Exhibit 20 is a true and correct copy of an email to C Malcolm Cochran, IV, from Daniel Schimmel, dated February 23, 2005.

22 Attached hereto as Exhibit 21 is a true and correct copy of an email to Diane Barrasso of Barrasso Consulting and Martin Felsky of Commonwealth Legal from C Malcolm Cochran, IV, dated February 18, 2005, and attaching revised list of discovery search terms.

23 Attached hereto as Exhibit 22 is a true and correct copy of an email to Diane Barrasso from Martin Felsky, dated February 22, 2005.

24 Attached hereto as Exhibit 23 is a true and correct copy of an email to Daniel Schimmel from C Malcolm Cochran, IV, dated February 23, 2005.

25 Attached hereto as Exhibit 24 is a true and correct copy of an email to Daniel Schimmel from C Malcolm Cochran, IV, dated February 23, 2005.

26. Attached hereto as Exhibit 25 is a true and correct copy of an email to C Malcolm Cochran, IV. from Daniel Schimmel, dated February 26, 2005

27. Attached hereto as Exhibit 26 is a true and correct copy of the Deposition Transcript of Vinyard V. Cooke, dated February 9, 2005

28. Attached hereto as Exhibit 27 is a true and correct copy of the Statement of Claim in the action entitled ABN Amro Bank N.V. v. BCE Inc., filed on July 12, 2002, in the Superior Court of Justice, Ontario, Canada

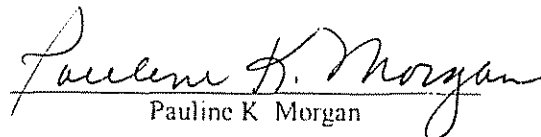
29. Attached hereto as Exhibit 28 is a true and correct copy of an email to C Malcolm Cochran, IV. from Daniel Schimmel, dated February 24, 2005

30. Attached hereto as Exhibit 29 is a true and correct copy of Defendants' Notice of Rule 30(b)(6) Deposition of Debtors. dated December 6, 2004

31. Attached hereto as Exhibit 30 is a true and correct copy of the Confidentiality Stipulation entered into by BCE Inc. and the Official Committee of Unsecured Creditors of Teleglob Communications Corporation et al., dated March 8, 2004.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on February 28, 2005.

  
Pauline K. Morgan